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Hon. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street
Washington, D.C. 20423-0001

Via facsimile and
UPS Overnight Delivery

Re: FD No. 34392
New Jersey Rail Carrier, LLC - Acquisition and Operation Exemption -
Former Columbia Terminal, Kearny, NJ

Dear Mr. Williams:

This letter is being filed on behalf of Consolidated Rail Corporation ("Conrail") in response to the above referenced exemption filing by New Jersey Rail Carrier LLC ("NJRC"), and more specifically Petitioner's Statement that was filed with the Board on October 14, 2003.

In addition to reviewing Petitioner's Statement, Conrail has met with NJRC to learn more about its proposed rail venture and how it might interface with or impact Conrail's operations. Conrail understands that the intention of NJRC is to restore and build new track infrastructure that could serve an area known as Columbia Terminal and adjoining industrial property all of which are located on an approximate 50 acre peninsula in Kearny, New Jersey (the "Peninsula"). NJRC is itself a tenant on a fifteen-acre parcel but intends to assist the various property owners in attracting new tenants to the Peninsula by offering rail switching and transloading services. Conrail currently provides sporadic rail service to one customer located on the Peninsula.

At this juncture, as noted by NJRC, there are no interchange, operating or lease agreements between Conrail and NJRC respecting either interchange of rail traffic between the two companies or use by NJRC of any Conrail owned track within or outside the Peninsula. However, Conrail has no reason to believe that it will not be able to come to terms with NJRC regarding any such agreements that may be necessary to allow NJRC to provide the contemplated switching services within the Peninsula.

While Conrail reserves its rights to continue to service its existing customer and any new customers who locate within the Peninsula, we are hopeful that NJRC will be successful in providing efficient, cost-effective switching and terminal services, thereby generating new rail traffic, which it will be able to interchange with Conrail as contemplated in its filing. Conrail will continue to work with NJRC on the various engineering, transportation and real estate issues presented by its filing.

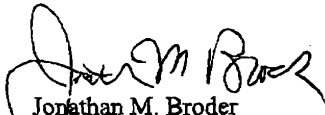
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Finally, Conrail relies on NJRC's representations regarding its efforts to obtain the necessary state permitting to allow it to handle containerized solid waste and construction and demolition and therefore, does not oppose such operations so long as they are in full compliance with local, state and federal law.

Sincerely,



Jonathan M. Broder
Vice President-General Counsel &
Corporate Secretary

2001 Market Street
Philadelphia, PA 19103

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c: Fritz R. Kahn, Esq. (via facsimile)
Steven J. Madonna, Esq. (via facsimile)
Edward D. Greenberg, Esq. (via facsimile)
John V. Edwards, Esq. (via facsimile)

FAX**Date** 12/5/03**Number of pages including cover sheet****TO:** Hon. Vernon A. Williams
202-565-9004**FROM:** John Enright
Conrail**Phone** 215-209-5012**FAX:** 215-209-4819**REMARKS:** ☐ Urgent ☐ For your review ☐ Reply ASAP ☐ Please CommentENTERED
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